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[Proposed] Co-Lead Counsel for Plaintiffs

[Additional counsel appear on signature page.]

E-FILED - 1/22/07

UNITED STATES DISTRICT COURT

NORTHERN DISTRICT OF CALIFORNIA

ROBERT LYNCH, Derivatively on Behalf of)
FINISAR CORPORATION,)

Plaintiff,)

vs.)

JERRY S. RAWLS, et al.,)

Defendants,)

– and –)

FINISAR CORPORATION, a Delaware)
corporation,)

Nominal Defendant.)

No. C-06-07660-RMW

STIPULATION AND [] ORDER
CONSOLIDATING CASES AND
APPOINTING LEAD PLAINTIFFS AND
LEAD COUNSEL

[Caption continued on following page.]

WHEREAS, there are three related shareholder derivative actions on behalf of nominal defendant Finisar Corporation (“Finisar”) pending in this district:

Abbreviated Case Name	Case Number	Date Filed
<i>Lynch v. Rawls, et al.</i>	C-06-07660-RMW	December 14, 2006
<i>Short v. Rawls, et al.</i>	C-06-07661-RMW	December 14, 2006
<i>City of Worcester Retirement System v. Rawls, et al.</i>	C-06-07848-RMW	December 22, 2006

WHEREAS, the three related shareholder derivative actions arise out of the same transactions and occurrences and involve the same or substantially similar issues of law and fact, and, therefore, should be consolidated for all purposes under Fed. R. Civ. P. 42(a);

WHEREAS, on December 22, 2006, plaintiff City of Worcester Retirement System filed a Notice of Related Case and Administrative Motion to Consider Whether Cases Should Be Related with respect to the *Lynch and City of Worcester* cases referenced above;¹

WHEREAS, counsel for plaintiffs and defendants in all of the above-referenced actions have met and conferred and agreed the cases should be related and consolidated;

WHEREAS, after meeting and conferring, all named plaintiffs agree that Lynn Short (“Short”) and City of Worcester Retirement System should be appointed lead plaintiffs and Lerach Coughlin Stoia Geller Rudman & Robbins LLP (“Lerach Coughlin”) and Saxena White P.A. should be appointed co-lead counsel;

WHEREAS, defendants take no position as to the appointment of Short and City of Worcester Retirement System as lead plaintiffs and Lerach Coughlin and Saxena White P.A. as co-lead counsel; and

WHEREAS, the agreed-upon schedule set forth below is not for the purpose of delay, promotes judicial efficiency, and will not cause prejudice to any party.

¹ Due to a typographical error, the name of plaintiff City of Worcester Retirement System was misspelled in the caption of its complaint (“Worchester” was inadvertently used instead of the correct “Worcester”).

1 THEREFORE, IT IS STIPULATED AND AGREED by plaintiff and defendants, through
 2 their respective counsel of record, as follows:

3 **CONSOLIDATION OF ACTIONS**

4 1. The following actions are hereby consolidated for all purposes, including pretrial
 5 proceedings, trial and appeal:

6 Abbreviated Case Name	Case Number	Date Filed
7 <i>Lynch v. Rawls, et al.</i>	C-06-07660-RMW	December 14, 2006
8 <i>Short v. Rawls, et al.</i>	C-06-07661-RMW	December 14, 2006
9 <i>City of Worcester Retirement System v. Rawls, et al.</i>	C-06-07848-RMW	December 22, 2006

10 2. The caption of these consolidated actions shall be "*In re Finisar Corp. Derivative*
 11 *Litigation*" and the files of these consolidated actions shall be maintained in one file under Master
 12 File No. C-06-07660-RS. Any other actions now pending or later filed in this Court which arise out
 13 of or are related to the same facts as alleged in the above-identified cases shall be consolidated for all
 14 purposes, if and when they are brought to the Court's attention.

15 3. Every pleading filed in the consolidated actions, or in any separate action included
 16 herein, shall bear the following caption:

17 UNITED STATES DISTRICT COURT
 18 NORTHERN DISTRICT OF CALIFORNIA
 19 SAN JOSE DIVISION

20 In re FINISAR CORP.)	Master File No. C-06-07660-RMW
21 DERIVATIVE LITIGATION)	
22 _____)	
23 This Document Relates To:)	

24 4. When a pleading is intended to be applicable to all actions governed by this Order,
 25 the words "All Actions" shall appear immediately after the words "This Document Relates To:" in
 26 the caption set out above. When a pleading is intended to be applicable to only some, but not all, of
 27 the consolidated actions, this Court's docket number for each individual action to which the pleading
 28 is intended to be applicable and the abbreviated case name of said action shall appear immediately

1 after the words "This Document Relates To:" in the caption described above (*e.g.*, "No. C-06-07660-
2 RS, *Lynch v. Rawls, et al.*").

3 5. A Master Docket and a Master File hereby are established for the above consolidated
4 proceedings and for all other related cases filed in or transferred to this Court. Separate dockets shall
5 continue to be maintained for each of the individual actions hereby consolidated, and entries shall be
6 made in the docket of each individual case in accordance with the regular procedures of the clerk of
7 this Court, except as modified by this Order.

8 6. When a pleading is filed and the caption shows that it is applicable to "All Actions,"
9 the clerk shall file such pleading in the Master File and note such filing on the Master Docket. No
10 further copies need be filed, and no other docket entries need be made.

11 7. When a pleading is filed and the caption shows that it is to be applicable to fewer than
12 all of the consolidated actions, the clerk will file such pleading in the Master File only but shall
13 docket such filing on the Master Docket and the docket of each applicable action.

14 8. When a case which properly belongs as part of *In re Finisar Corp., Derivative*
15 *Litigation* is filed in this Court or transferred to this Court from another court and assigned to the
16 Honorable Richard Seeborg, the clerk of this Court shall:

- 17 (a) Place a copy of this Order in the separate file for such action;
- 18 (b) Mail to the attorneys for the plaintiff(s) in the newly-filed or transferred case a
19 copy of this Order and direct that this Order be served upon or mailed to any new defendant(s) or
20 their counsel in the newly-filed or transferred case; and
- 21 (c) Make an appropriate entry on the Master Docket. This Court requests the
22 assistance of counsel in calling to the attention of the clerk of this Court the filing or transfer of any
23 case which properly might be consolidated as part of *In re Finisar Corp. Derivative Litigation*.

24 SCHEDULE

25 9. Plaintiffs shall no later than 45 days from the entry of an Order appointing lead
26 plaintiffs and lead counsel in this action, file and serve a Consolidated Complaint which will
27 supersede all existing complaints filed in these actions. Defendants need not respond to any of the
28

1 pre-existing complaints. Service shall be effected with respect to defendants by serving the
2 Consolidated Complaint on counsel for defendants.

3 10. Defendants shall answer or otherwise respond to the Consolidated Complaint no later
4 than 45 days from the date of service. In the event that defendants file and serve any motion directed
5 at the Consolidated Complaint, plaintiffs shall file and serve their opposition within 45 days after the
6 service of the motion. If defendants file and serve a reply to plaintiff's opposition, they will do so
7 within 30 days after service of the opposition.

8 IT IS SO STIPULATED.

9 DATED: January 9, 2007

LERACH COUGHLIN STOIA GELLER
RUDMAN & ROBBINS LLP
SHAWN A. WILLIAMS
MONIQUE C. WINKLER
AELISH M. BAIG

13 /s/
14 AELISH M. BAIG

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310/278-2148 (fax)

24 Counsel for Plaintiffs Lynn Short and Robert
25 Lynch and [Proposed] Co-Lead Counsel for
26 Plaintiffs
27
28

1 DATED: January 9, 2007

SAXENA WHITE P.A.
MAYA SAXENA
JOSEPH E. WHITE

2
3
4 _____/s/
MAYA SAXENA

5 5200 Town Center Circle, Suite 600
6 Boca Raton, FL 33486
7 Telephone: 954/701-3965
8 888/782-3081 (fax)

9 Counsel for Plaintiff City of Worcester
Retirement System and [Proposed] Co-Lead
Counsel for Plaintiffs

10 I, Aelish M. Baig, am the ECF User whose ID and password are being used to file this
11 STIPULATION AND [PROPOSED] ORDER CONSOLIDATING CASES AND APPOINTING
12 LEAD PLAINTIFFS AND LEAD COUNSEL. In compliance with General Order 45, X.B., I
13 hereby attest that Maya Saxena has concurred in this filing.

14 DATED: January 9, 2007

DLA PIPER
DAVID A. PRIEBE

15
16 _____/s/
17 DAVID A. PRIEBE

18 2000 University Avenue
19 East Palo Alto, CA 94303
20 Telephone: 650/833-2000
21 650/833-2001 (fax)

Attorneys for Defendants

22 I, Aelish M. Baig, am the ECF User whose ID and password are being used to file this
23 STIPULATION AND [PROPOSED] ORDER CONSOLIDATING CASES AND APPOINTING
24 LEAD PLAINTIFFS AND LEAD COUNSEL. In compliance with General Order 45, X.B., I
25 hereby attest that David A. Priebe has concurred in this filing.
26
27
28

* * *

ORDER

Having considered the parties' Stipulation, and good cause appearing, the Court hereby GRANTS the parties' Stipulation.

IT IS SO ORDERED.

DATED: __ 1/22/07 _____

Ronald M. Whyte

THE HONORABLE RONALD M. WHYTE
UNITED STATES DISTRICT JUDGE

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CERTIFICATE OF SERVICE

I hereby certify that on January 9, 2007, I electronically filed the foregoing with the Clerk of the Court using the CM/ECF system which will send notification of such filing to the e-mail addresses denoted on the attached Electronic Mail Notice List, and I hereby certify that I have mailed the foregoing document or paper via the United States Postal Service to the non-CM/ECF participants indicated on the attached Manual Notice List.

/s/

AELISH M. BAIG

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Mailing Information for a Case 5:06-cv-07660-RS

Electronic Mail Notice List

The following are those who are currently on the list to receive e-mail notices for this case.

- **Travis E. Downs, III**
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- **William S. Lerach**
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- **Darren J. Robbins**
- **Seth A. Safier**
seth@gutridesafier.com
- **Shawn A. Williams**
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Manual Notice List

The following is the list of attorneys who are **not** on the list to receive e-mail notices for this case (who therefore require manual noticing). You may wish to use your mouse to select and copy this list into your word processing program in order to create notices or labels for these recipients.

- (No manual recipients)